

Current terms of reference (undated)

REMUNERATION COMMITTEE

REMIT OF THE PANEL

- To keep under review, and make recommendations to the Board, on its remuneration and benefit structures, to ensure the recruitment and retention of quality staff appropriate to current and future business needs

TERMS OF REFERENCE

- 1.1 Review and make any recommendations for change necessary, to the Board, on the pay scheme(s) operated by the Standards Board
- 1.2 To make recommendations to the Board on the framework to be used to determine the remuneration of senior managers. (Senior managers to include those managers directly reporting to the Chief Executive, the Ethical Standards Officers and the Head of Referrals).
- 1.3 To make recommendations to the Board on the framework to be used to determine the remuneration of the Chief Executive.
- 1.4 To make recommendations to the Board on the setting up of any performance related or bonus schemes and the targets to be used.
- 1.5 To make recommendations to the Board on the annual pay award matrix used in the pay scheme.
- 1.6 Approve any proposed termination agreement for any member of staff outside the agreed redundancy policy.
- 1.7 To make recommendations to the Board on any proposed changes to the Standards Boards benefits structure.
- 1.8 Responsible for ensuring that all disclosure requirements relating to remuneration are fulfilled.
- 1.9 Responsible for establishing selection criteria, selecting, appointing and setting the terms of reference for any remuneration consultant engaged to advise the Standards Board.

STANDING ORDERS

- 1.10 The Remuneration Committee shall consist of three members. Membership will normally be the same as that of the Audit Committee unless the board determine otherwise. The board may appoint additional members as it considers fit.
- 1.11 The chair of the Audit Committee shall be appointed from its membership by the board. Normally the chair will be the same as the Audit Committee unless the board determines otherwise. The chair of the board shall not be appointed chair of the audit committee.

- 1.12 The Remuneration Committee shall meet three times a year and may hold additional meetings at the discretion of the chair of the committee.
- 1.13 The quorum for any meeting of the Remuneration Committee shall be two.
- 1.14 Members of the board who are not members of the Remuneration Committee shall have the right to attend audit committee meetings but not to vote.
- 1.15 The Chief Executive (as accounting officer) shall be the lead official for the Remuneration Committee and shall ensure that the committee has access to all necessary information relevant to its work.
- 1.16 The Chief Executive shall ensure that minutes of meetings of the Remuneration Committee are circulated to all board members.